

**COMMONWEALTH OF KENTUCKY**  
**BEFORE THE PUBLIC SERVICE COMMISSION**

**In the Matter of:**

**THE JOINT PETITION OF KENTUCKY- )**  
**AMERICAN WATER COMPANY, THAMES )**  
**WATER AQUA HOLDINGS GMBH, RWE )**  
**AKTIENGELLSCHAFT, THAMES WATER )**  
**AQUA US HOLDINGS, INC., AND AMERICAN ) CASE NO. 2006-00197**  
**WATER WORKS COMPANY, INC. FOR )**  
**APPROVAL OF A CHANGE IN CONTROL OF )**  
**KENTUCKY-AMERICAN WATER COMPANY )**

**MONTHLY STATUS REPORT**

Pursuant to Ordering Paragraph 12 of the Commission's April 16, 2007 Order in this matter, Joint Petitioners provide the following status report. Approvals for the Proposed Transaction have been obtained in all states in which they were sought: Hawaii, Tennessee, Virginia, Maryland, New Mexico, Arizona, West Virginia, Kentucky, California, New Jersey, Illinois, New York and Pennsylvania. As for the status of filings with the Securities and Exchange Commission ("SEC") in connection with the Initial Public Offering, those filings are complete. The Initial Public Offering of 58 million shares of American Water Works Company, Inc. common stock occurred on April 23, 2008. A subsequent offering has been planned and a Form S-1 Registration Statement was filed with the SEC in connection with that subsequent offering on December 17, 2008. The SEC review process of that Form S-1 Registration Statement is underway.

Respectfully submitted,

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By: 

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Thames Water Aqua US Holdings, Inc.,  
American Water Works Company, Inc., and  
Kentucky-American Water Company

**CERTIFICATION**

This is to certify that a true and accurate copy of the foregoing has been electronically transmitted to the Public Service Commission on December 31, 2008; that the Public Service Commission and other parties participating by electronic means have been notified of such electronic transmission; that, on December 31, 2008, the original and one (1) copy in paper medium will be hand-delivered to the Public Service Commission, 211 Sower Boulevard, Frankfort, Kentucky 40601; and that, on December 31, 2008, one (1) copy in paper medium will be served upon the following via U.S. Mail:

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